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A dream is a wish your heart makes
When you're fast asleep
In dreams you will lose your heartaches
Whatever you wish for you'll keep

"A Dream Is a Wish Your Heart Makes"
from Walt Disney's *Cinderella*
–Mack David, Jerry Livingston and Al Hoffman

Beginning with *Snow White and the Seven Dwarfs* in 1937, music has played a crucial role in all of Disney's animated features. But at no time was that more evident—or more critical—than in the production of *Cinderella*, when the very fortunes of The Walt Disney Studios were at stake.

The studio was still recovering from the impact of World War II, during which much of its focus had been on training films for the military and other wartime related subjects. After the war ended, Walt tried a new approach to animated features. In an effort to get them out quickly and economically, without the lengthy production time required for the development of a full-length story, the studio turned to "package" pictures like *Make Mine Music* and *Melody Time*. These featured a group of shorts or featurettes, loosely bound together by musical themes. Audiences enjoyed them, but didn't take them to heart the way they had *Snow White* or *Bambi*… or even *Dumbo*. And it showed at the box office—and the bank. Walt was convinced the answer wasn't to cut production back even more; instead, he would "lick 'em with product."

Master animators Frank Thomas and Ollie Johnston put it even more simply, "The viewers wanted a picture with characters they could love, a story with a plot that could end happily, and a villain who could be defeated."

Three stories had been in development before the war: *Peter Pan, Alice in Wonderland*, and *Cinderella*. The story that best fit the bill was *Cinderella*.

Actually, this was not the first time this classic story got the Disney treatment. One of Walt's earliest films, back in Kansas City and before Mickey Mouse was even a doodle on a sketchpad, was a 1922 "Laugh-O-Gram" cartoon retelling in which a modern spin was added to the tale. When Cinderella hears of the ball, her Fairy Godmother appears and turns a garbage can into a Tin Lizzie. Interestingly, Cinderella's only friend is a cat! What a different approach the 1950 film would take.

Cinderella became top priority, and all of Walt's key artists were assigned to the show. Ben Sharpsteen, who had supervised direction on *Pinocchio* and *Dumbo*, was given the task of supervising the entire production, with Wilfred Jackson, Ham Luske and Gerry Geronimi as directors. The directing animators read like a Disney *Who's Who*: Milt Kahl, Frank Thomas, Eric Larson, Ward Kimball, Ollie Johnston, Marc Davis, Les Clark, John Lounsbery, Woolie Reitherman and Norm Ferguson. The story team included Bill Peet, Ted Sears, Homer Brightman, Ken Anderson, Ed Penner, Winston Hibler, Harry Reeves, and Joe Rinaldi. And Walt Disney attended every story meeting.

Early on, Walt advised his staff: "…the real payoff is personality. If you like the girl and she's convincing—and the mice—we don't have to go putting all the colors we've got on them and running up the cost. …Take *Dumbo* as a good example. We went there for personality. A lot of things were wrong technically with the picture, but still today people remember it… Take *Snow White* and the things that are wrong with it—still people remember it because of the overall story and sympathy in the character—and they still don't see the faults."

Frank Thomas and Ollie Johnston later recalled, "*Cinderella* was the most thoroughly planned picture we ever made. The story was written in detail, the characters were carefully developed, all based on sound story structure, and the villain-victim relationship was one of the very best we had on any feature."

And so the quest for the best way to tell the story of the good-hearted maiden with the glass slipper was on.

Walt Disney once said, "Music has always had a prominent part in all our products, from the early cartoon days. So much so, in fact, that I cannot think of the pictorial story without thinking about the complementary music which will fulfill it." In *Disney Animation: The Illusion of Life*, the watershed study of the art of The Walt Disney Studios, Frank Thomas and Ollie Johnston amplified Walt's simple comment: "Music is undoubtedly the most important addition that will be made to the picture. It can do more to bring a production to life, to give it integrity, style, emphasis, meaning, and unity than any other single ingredient."

Perhaps it was because so much was riding on *Cinderella's* success that for the songs—the themes that would become the backbone of the picture—Walt decided not to use Hollywood studio composers but instead turned to the hit-making power of Tin Pan Alley. While on a business trip to New York, he heard Perry Como singing "Chi-Baba Chi-Baba" on the radio, and invited the songwriters to audition for him. Thus entered the team of Mack David, Jerry Livingston and Al Hoffman.

"We played a medley of our songs for Walt, but you could see he liked 'Chi-Baba,'" Livingston remembered. "I think then he had in mind something similar for the Fairy Godmother's magic scene. But he didn't want something ordinary." As it turned out, Walt got something *extraordinary:* "Bibbidi-Bobbidi-Boo"—which went on to win an Academy Award® nomination.

The Tin Pan Alley trio also gave Walt the comic song that became the mice's theme, "The Work Song," and several ballads including "Oh, Sing Sweet Nightingale," "So This Is Love," and the film's title song "Cinderella." But *Cinderella's* signature piece was a simple ballad that expressed the character's philosophy—and, like Jiminy Cricket's theme "When You Wish Upon a Star," has come to represent the very essence of Disney: "A Dream Is a Wish Your Heart Makes."

It was such an important element that it was the first song David, Livingston and Hoffman wrote for *Cinderella*. Recalled Livingston, "When we went to play it for Walt, he simply said, 'That'll work.' " They didn't realize it then, but that simple comment, "that'll work," was Walt's highest praise.

Musical theatre history has long credited Richard Rodgers and Oscar Hammerstein II with breaking new ground in their score for *Oklahoma!* by thoroughly integrating each song into the story, using them to advance the plot or accomplish character development. However, at Disney, beginning with *Snow White*, songs were written and recorded precisely so they could be integrated into the story development. Johnston and Thomas observed, "Walt was adamant about songs that stopped the flow of the story while some singer demonstrated his prowess, and he insisted that the only use for a song would be to pick up the tempo of the story and to tell it another way, while adding to the emotional content of the sequence. A good song should make the audience feel more deeply about the situation."

"A Dream Is a Wish Your Heart Makes" didn't just express Cinderella's philosophy in the opening scene and leave it at that. According to story meeting notes taken verbatim during the meeting by a secretary (and which are now preserved in a transcript in The Walt Disney Archives), on April 19, 1948, Walt discussed using the song to underscore the strength of Cinderella's faith, even when she seems to have nothing left. It's her faith that will bring forth the Fairy Godmother.

WALT: I'd like to see us keep "A Dream Is a Wish" all the way through and then go back to the "Bibbidi-Bobbidi-Boo"… Cut out all excess dialogue and work on some new dialogue for Cinderella in counter to the melody while she is crying. Have her run out and hit spot, and as she is saying this let the animals come up and get closer. Have them gather around in a sympathetic manner. They don't know whether they should approach her or not. Have the miracle happen at the end of the song. "The dream that you wish will come true" is where we start to bring the Fairy Godmother in. She materializes because she is there to grant the wish. The voices come back at Cinderella. Her faith is being thrown back at her. Everybody has gone through a "the hell with it" feeling.

ED PENNER: Cinderella could say a line of the song and then refute it herself.

WALT: It starts out as she drops down sad. You hear voices, but not lyrics at first. It's like it's going on in her mind but she is fighting it. Voices persist and in the end they take over. They get stronger. As they swell it brings the Fairy Godmother in. In her heart Cinderella doesn't really believe what she's saying… it's a real faith that has brought the Fairy Godmother. The emotional upset has caused Cinderella to say she doesn't believe in things, but she really does.

Then the meeting turned to an exploration of "Bibbidi-Bobbidi-Boo (The Magic Song):"

WALT: The carriage should be dainty. The wheels shouldn't be heavy enough to hold the weight. We should feel that it's a fairy carriage.

HAM LUSKE: I'd like to see the opportunity to play the "Bibbidi-Bobbid-Boo" theme on the

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other magical parts so that they will also feel musical, especially on the dress building.

WALT: We can get orchestral effects. The pumpkin can carry the beat. We might get the effect we want by having the music go up an octave. We should get something like a verse to come to instead of returning to the chorus.

Walt then discussed the character of the Fairy Godmother as portrayed in the song. "We can get personality in the song. I don't see her as goofy or stupid, but rather as having a wonderful sense of humor. Edna May Oliver had sort of what I mean—dignity, humor, etc."

Walt had a splendid sense of humor himself. When Winston Hibler suggested that Cinderella could be rather absent-minded about the Fairy Godmother's warning, Walt noted: "Fairy Godmother could say: 'Be on your way, child. Break hearts—have fun— but don't forget on the stroke of twelve everything will be as it was before.' The Fairy Godmother union has set this thing up. If she performed miracles that lasted she'd be out of business."

By September 1949 most of the film's music was set. But David, Livingston and Hoffman had written one song that still hadn't been used: a song about the heroine herself, and there didn't seem to be any action that story team or animators could devise to fit it. Although the working title for the song was "The Sweetest Story Ever Told," it mentioned Cinderella by name, and Walt knew it would be good business to have such a song for sheet music and records—whenever anyone would play the song, it automatically "plugged" the film. But even this wasn't a compelling enough reason for the song to be used. A consummate storyteller, Walt wouldn't be satisfied until he had found a creative reason for using the song. And he did.

In a meeting with the film's directors and Oscar-winning staff composers, Oliver Wallace and Paul Smith, who were scoring the completed film, Walt argued for a place to put the song: "You could use this as a title song… play it through the titles. Then as we talk about our story, use this as background." He warmed to the idea, continuing enthusiastically, "Carry a chorus behind [the narrator] as she's talking. End this when [Cinderella] comes in with her song ["A Dream Is a Wish Your Heart Makes"]." Walt even began to think about how it would sound. "This ought to orchestrate nicely. Use a terrific group on it. We end the titles with the "Sweetest Story Ever Told" and here's the book…as it opens we play it instrumentally

behind the business of the [narrator] telling it. Gives you a good opening."

A good opening—there was the reason. The other songs were story songs: a love song ("So This Is Love"), a wish fulfillment song ("A Dream Is a Wish Your Heart Makes"), a magic song ("Bibbidi-Bobbidi-Boo"), and a song that emphasized the difference between the untalented, unmusical stepsisters and lovely young maiden ("Oh, Sing Sweet Nightingale"). Even the mice had their "Work Song," which not only showed how they felt about Cinderella's plight but also their determination to remake her dress so she could go to the ball. Like these, the "plug" song now served a storytelling purpose. But it did even more.

The thought of using a chorus for the title song intrigued Walt, and within moments he was exploring the concept of using a chorus almost like a musical instrument. He immediately saw an opportunity to use it in "Bibbidi-Bobbidi-Boo:"

"When [Cinderella] breaks down, we have a good chance to bring the whole group in singing it, up to where the Godmother appears. They're throwing her philosophy back to her. We have to let the audience hear that [although] she's talking against things, her philosophy is persisting—and that's what makes the Godmother come in. If we establish a group of voices [in the title song] … we carry them with the orchestra. They are like the fiddles and everything else."

Now Walt was happy. He and his staff had solved the problem of a title song, found a promotional song, and given the musical style even more character.

Voice Talents

As noted, songs are among the first things written for an animated film. Even before the animator puts pencil to paper, songs help define the characters, and provide a springboard for the dialogue and action to follow. The next step is to record the songs—and find exactly the right voice to interpret the character and inspire the animators.

After playing "A Dream Is a Wish Your Heart Makes" for Walt, David, Livingston and Hoffman were instructed to make a demo recording for the animators. "We weren't sure who to use for the vocal since we were new in Hollywood," remembered Livingston. "Finally, Mack remembered that Ilene Woods, a singer we knew from the *Hit Parade*, was living in Hollywood. When Walt heard her voice, he got excited. The next thing we knew, she was hired for the voice of Cinderella."

Other voices cast included the elegant Eleanor Audley as the vengeful Stepmother. Her dulcet tones—and subdued but exceptionally rich acting—would make her one of the most hated Disney villains. (Just a few years later she would bring life to another distinctive Disney villain, the evil fairy Maleficent in *Sleeping Beauty*.) Said animator Frank Thomas, "It was a difficult assignment but a thrilling one working to that voice track with so much innuendo mixed in with the fierce power."

The role of the Fairy Godmother was small, but pivotal. The search for just the right voice began immediately following that April 1948 story meeting about her appearance. Walt's final admonition: "She should have a kindly voice with a certain age to it." They found their Fairy Godmother in Verna Felton, a veteran radio actress who earlier had voiced one of the elephants in *Dumbo*. She became a Disney standard, later playing the Queen of Hearts in *Alice in Wonderland*, Aunt Sarah in *Lady and the Tramp*, Flora in *Sleeping Beauty*, and Winifred (Col. Hathi's wife) in *The Jungle Book*.

Staff sound effects wizard Jim Macdonald helped create the unique sound of the mice, and voiced Jaq and Gus, as well as providing all of Bruno's whimpers, growls, and barks. Lucifer's feline comments were meowed by June Foray (of Rocky the Flying Squirrel fame). Lucifer, incidentally, was inspired by a denizen of animator Ward Kimball's own backyard: "a big fat useless cat" who took every opportunity to make the world subject to his whims. Walt thought he was the perfect model for Lucifer!

Perhaps one of the most interesting casting notes is the role of narrator. Betty Lou Gerson's warm, melodious voice-over provides the perfect introduction to the *Cinderella* story. A decade later this same actress screeched her way into animation legend as the wild-eyed, wild-haired, fur-loving Cruella De Vil.

And one voice-casting legend can finally be confirmed. In a 1970s interview, singer/talk show host Mike Douglas revealed that he was the singing voice for Prince Charming. But it was puzzling to Disney fans that knew he had received no credit on the film. The Walt Disney Archives researched the original recording sessions and found that only William Phipps was listed as the voice for Prince Charming. But further delving uncovered memos regarding the recording of "So This Is Love"—and noted that Mike Douglas was one of the singers who had recorded the song. But was it his track that was used? It took a casting memo and payroll voucher to reveal all. Douglas performed under a two-tier payment contract that was to be paid one amount if his recording was not used in the final film, and another if it was. The payroll voucher confirmed the higher fee, and the puzzle was solved. Mike Douglas indeed sings "So This Is Love" as Prince Charming in the film.

With *Cinderella*, Disney also for the first time established its own music publishing company. As usual, multiple "cover" recordings of the songs from *Cinderella* hit the charts. At one point in 1950 three songs were on the Hit Parade: "Bibbidi-Bobbidi-Boo" and "A Dream Is a Wish Your Heart Makes" sung by Perry Como zoomed all the way to #1 & #2 on the charts, and The Andrews Sisters version of "The Work Song" was another popular hit. Other versions included recordings by Cinderella herself, Ilene Woods, and even Bing Crosby gave "Bibbidi-Bobbidi-Boo" his signature "boo-boo-boo" styling. Another first: Disney's album featuring songs from the film became the top seller on *Billboard*.

Cinderella was released February 15, 1950. "I have learned if you don't reach the public, you can have the greatest picture in the world and it won't do you any good," said Walt. "We're going to get more than a plug song—we're going to get a plug score, I hope." They certainly did. Both the song "Bibbidi-Bobbidi-Boo" and the score received Oscar nominations.

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Have faith in your dreams and someday
Your rainbow will come smiling through
No matter how your heart is grieving
If you keep on believing
The dream that you wish will come true

Paula Sigman-Lowery
A former archivist for The Walt Disney Company, Paula Sigman-Lowery is an internationally recognized Disney historian and writer, and was a creative lead for the development of The Walt Disney Family Museum in San Francisco, California. Today she serves as a creative consultant for The Walt Disney Family Museum, as well as several divisions of The Walt Disney Company.

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The Lost Chords

"I cannot think about the pictorial story without thinking about the complementary music which will fulfill it."–Walt Disney

Walt Disney's approach to storytelling and the important role music would play in the creation of his classic films demanded that his composers begin their work early during the development process. In fact, at the same time that Disney's artists were exploring story ideas, the look of the characters and the settings in pencil and paint, his composers were "sketching" those same things through melody and lyric. Thousands of pieces of artwork were created throughout each film's visual development stage and then stored away. And much music, too, experienced the same fate. Many songs were written for each film, but as storylines evolved and characters changed, many enjoyable pieces of music no longer fit the film's needs and were filed away, usually never to be heard again.

In the late 1990s I began searching the files and storage areas of the Walt Disney Music Library for these deleted songs and with the Walt Disney Music Company was able to publish full vocal/piano arrangements of many of them in two books titled *Disney's Lost Chords*. Almost immediately fans of the books asked if there would be any companion recordings, a wish that was enthusiastically echoed by Randy Thornton of Walt Disney Records— a wish that after many years is now being realized.

Represented by original demo recordings made during the film's production, often sung by the composers themselves, and complemented by new arrangements and recordings, we are delighted through this album to give further testament to the creativity of Disney's composers and the commitment of everyone involved in the making of these classic films to bring forth the very best in cinematic storytelling.

Cinderella's history at the Disney Studio dates back to the early 1930s when it was proposed as an entry in the Silly Symphony series. By 1939 the story was one of several features in development resulting from the phenomenal success of *Snow White and the Seven Dwarfs*. However, in just a few years most of the animated features being planned were put on hold, as the Disney Studio concentrated its efforts on war-related films. After the war, *Cinderella* was once again in pre-production.

Following the pattern of his earlier classic features, Walt assigned two staff composers for the film's song score: Larry Morey, who was in the Studio's story department and had served as lyricist for *Snow White*'s memorable score, and Charles Wolcott, composer and arranger for many of the package features from the 1940s. Yet, whether a Disney *Cinderella* would ever step onto a movie screen was in doubt. The 1940s were a period with many financial problems for the Studio and the commitment of time and money to a true animated feature (the last one had been *Bambi*, released in 1942) was a risk many felt the Studio could not afford. But Walt was convinced his artists had to return to the feature format if the Studio were to survive, and in addition it was clear he personally needed the challenges and artistic satisfaction that a single story animated feature provided. Because everything depended on *Cinderella*'s success, Walt felt a song score that would truly resonate with the public was a must. So in spite of the fact that Morey and Wolcott had produced a full song score, Walt turned to outside composers whom he felt would fulfill that need. Those composers, Mack David, Al Hoffman and Jerry Livingston, did just that. Released in 1950, *Cinderella* became the success that ensured that new Disney animated features would continue to delight the public for many years to come.

I'M IN THE MIDDLE OF A MUDDLE

A work song for Cinderella seemed natural from the earliest days of planning. Morey and Wolcott offered "Sing a Little, Dream a Little" and Mack David, Al Hoffman and Jerry Livingston came up with three different songs, including "I'm in the Middle of a Muddle," that all had Cinderella singing about her chores. But there might have been a concern that audiences wouldn't sympathize with a character dwelling on her own troubles. The fourth song they devised provided the solution. In "The Work Song" the mice sang about Cinderella's unreasonable work schedule and audiences then shared that caring with the appealing mice.

I LOST MY HEART AT THE BALL

In this lilting waltz Cinderella tells her bird and mouse friends of her magical evening. As with several of the Morey/Wolcott songs there is a mature sophistication present that may have been one of the reasons Walt Disney eventually turned to more popular song composers for the film's songs. It's interesting to note that even though the Morey/Wolcott songs were all written in 1946, they were copyrighted in 1948, another landmark for *Cinderella*: it was the first feature to have its music copyrighted and published by the newly formed Walt Disney Music Company.

THE MOUSE SONG

In a mid-1940s story meeting Walt Disney observed that Cinderella might brighten her drab existence by making clothes for the mice that lived in the chateau. That element was included in the film and in this early song the mice revel in their unique attire.

SING A LITTLE, DREAM A LITTLE

Among the earliest "work songs" offered for Cinderella to sing, this one shares an element with several of the songs devised by David, Hoffman and Livingston: Cinderella's wish to be more than one person in order to ease her workload. And while the chorus is delightfully uplifting, it may have been too reminiscent of Snow White's "Whistle While You Work."

DANCING ON A CLOUD

After composers had demonstrated a song for Walt Disney and he thought it would work for the film, he gave his approval for a fuller demo version to be recorded. This recording would then stimulate his artists' creativity, providing them with imaginative ways they could visualize a sequence. In the case of "Dancing on a Cloud" the result was many beautiful full-color renderings of the romantic waltz that transports Cinderella and Prince Charming into a heavenly ballroom.

Incidentally, a romantic musical interlude set up in the clouds was planned for Snow White and the Prince, but later abandoned. That same concept was suggested for Cinderella and Prince Charming, but, again, the idea didn't progress past this song with its accompanying story sketches. Finally, the Disney artists realized this decades-old dream during the closing moments of *Sleeping Beauty*, when Aurora and Prince Phillip waltz across a billowy ballroom.

THE DRESS THAT MY MOTHER WORE

In this poignant ballad Morey and Wolcott expanded on the significance of the dress that Cinderella plans to wear to the palace ball, painting a picture of her mother and father and how deeply she sensed their love for each other.

THE FACE THAT I SEE IN THE NIGHT – DEMO

Many of the original demo recordings were on acetate records. Though common technology of the time, they were very delicate. Over the years, many of these discs have suffered some damage to varying degrees. In this particular case, the edge of this disc was broken and the opening lines were lost.

Had this song been used in the film, it would have greatly expanded Prince Charming's screen time, something that probably wouldn't have pleased the animators, who were still finding romantic human princes difficult to portray convincingly.

Russell Schroeder
Russell Schroeder worked as an artist for The Walt Disney Company for twenty-nine years. In addition to Disney's *Lost Chords Volumes 1 & 2*, Russell authored several other books including *Disney: The Ultimate Visual Guide*, and *Mickey Mouse: My Life In Pictures*.

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CINDERELLA

Performed by Chorus
Music by Mack David and Al Hoffman
Lyrics by Jerry Livingston
Published by Walt Disney Music Company (ASCAP).
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Cinderella, you're as lovely as your name
Cinderella, you're a sunset in a frame
Though you're dressed in rags
You wear an air of queenly grace
Anyone can see a throne
Would be your proper place
Cinderella, if you give your heart a chance
It will lead you, to the kingdom of romance
There you'll see your dreams unfold
Cinderella, Cinderella
In the sweetest story ever told

A DREAM IS A WISH YOUR HEART MAKES

Performed by Ilene Woods with Mice Chorus
Music by Mack David and Al Hoffman
Lyrics by Jerry Livingston
Published by Walt Disney Music Company (ASCAP).
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A dream is a wish your heart makes
When you're fast asleep
In dreams you will lose your heartaches
Whatever you wish for, you keep
Have faith in your dreams and someday
Your rainbow will come smiling through
No matter how your heart is grieving
If you keep on believing
The dream that you wish will come true

…the dreams that I wish will come true

No matter how your heart is grieving
If you keep on believing
The dream that you wish will come true

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OH, SING SWEET NIGHTINGALE

Performed by Ilene Woods with Rhoda Williams
Music by Mack David and Al Hoffman
Lyrics by Jerry Livingston
Published by Walt Disney Music Company (ASCAP)
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Oh, sing sweet nightingale
Sing sweet nightingale
High above me
Oh, sing sweet nightingale
Sing sweet nightingale

High above
Oh, sing sweet nightingale
Sing sweet nightingale, high
Oh, sing sweet nightingale
Sing sweet nightingale
Oh, sing sweet nightingale
Sing sweet
Oh, sing sweet nightingale, sing
Oh, sing sweet nightingale
Oh, sing sweet
Oh, sing

Oh, sing sweet nightingale
Sing sweet nightingale
High

THE WORK SONG

Performed by Mice Chorus
Music by Mack David and Al Hoffman
Lyrics by Jerry Livingston
Published by Walt Disney Music Company (ASCAP).
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Every time she'd find a minute
That's the time that they begin it
Cinderelly, Cinderelly
Cinderella!

Cinderelly, Cinderelly
Night and day it's Cinderelly
Make the fire, fix the breakfast
Wash the dishes, do the mopping
And the sweeping and the dusting
They always keep her hoppin'
She goes around in circles
Till she's very very dizzy
Still they holler
Keep a-busy Cinderelly

We can do it, we can do it
We can help our Cinderelly
We can make her dress so pretty
There's nothing to it, really
We'll tie a sash around it
Put a ribbon through it
When dancing at the ball
She'll be more beautiful than all
In the lovely dress we'll make for
Cinderelly

Hurry, hurry, hurry, hurry
Gonna help our Cinderelly
Got no time to dilly-dally
We gotta get a-goin'
I'll cut with these scissors
And I can do the sewing
Leave the sewing to the women
You go get some trimmin'
And we'll make a lovely dress for
Cinderelly
We'll make a lovely dress for
Cinderelly

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A DREAM IS A WISH YOUR HEART MAKES

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A dream is a wish your heart makes
When you're fast asleep
In dreams you will lose your heartaches
Whatever you wish for, you keep
Have faith in your dreams and someday
No matter how your heart is grieving
If you keep on believing
The dream that you wish will come true
Whatever you wish for you keep
No matter how your heart is grieving
If you keep on believing
The dream that you wish will come true
Will come true

BIBBIDI-BOBBIDI-BOO (THE MAGIC SONG)

Performed by Verna Felton
Music by Al Hoffman and Mack David
Lyrics by Jerry Livingston
Published by Walt Disney Music Company (ASCAP).
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Sala-gadoola-menchicka-boo-la
Bibbidi-bobbidi-boo
Put 'em together and what have you got
Bibbidi-bobbidi-boo

Sala-gadoola-menchicka-boo-la
Bibbidi-bobbidi-boo
It'll do magic, believe it or not
Bibbidi-bobbidi-boo

Now sala-gadoola means
And menchicka booleroo
But the thing-a-ma-bob that does the job
Is bibbidi-bobbidi-boo

Sala-gadoola-menchicka-boo-la
Bibbidi-bobbidi-boo
Put 'em together and what have you got
Bibbidi-bobbidi
Bibbidi-bobbidi
Bibbidi-bobbidi-boo

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SO THIS IS LOVE

Performed by Ilene Woods and Mike Douglas
Music by Mack David and Al Hoffman
Lyrics by Jerry Livingston
Published by Walt Disney Music Company (ASCAP).
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So this is love, mmm
So this is love
So this is what makes life divine
I'm all aglow, mmm...
And now I know (and now I know)
The key to all heaven is mine
My heart has wings, mmm
And I can fly
I'll touch every star in the sky
So this is the miracle
That I've been dreaming of
Mmm… mmm…
So this is love

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DISC ONE

1. MAIN TITLE/CINDERELLA
Performed by Chorus
2. A DREAM IS A WISH YOUR HEART MAKES
Performed by Ilene Woods with Mice Chorus
3. A VISITOR/CAUGHT IN A TRAP/LUCIFER/FEED THE CHICKENS/
BREAKFAST IS SERVED/TIME ON OUR HANDS
4. THE KING'S PLAN
5. THE MUSIC LESSON/OH, SING SWEET NIGHTINGALE/
BAD BOY LUCIFER/A MESSAGE FROM HIS MAJESTY
Performed by Ilene Woods with Rhoda Williams
6. LITTLE DRESSMAKERS/THE WORK SONG/
SCAVENGER HUNT/A DREAM IS A WISH YOUR HEART MAKES/
THE DRESS/MY BEADS/ESCAPE TO THE GARDEN
Performed by Mice Chorus
7. WHERE DID I PUT THAT THING/
BIBBIDI-BOBBIDI-BOO (THE MAGIC SONG)
Performed by Verna Felton
8. RECEPTION AT THE PALACE/SO THIS IS LOVE
Performed by Ilene Woods and Mike Douglas
9. THE STROKE OF MIDNIGHT/THANK YOU FAIRY GODMOTHER
10. LOCKED IN THE TOWER/GUS AND JAQ TO THE RESCUE/
SLIPPER FITTINGS/CINDERELLA'S SLIPPER/FINALE

DISC TWO

THE LOST CHORDS OF CINDERELLA

1. I'M IN THE MIDDLE OF A MUDDLE *Demo*
2. I'M IN THE MIDDLE OF A MUDDLE
Performed by Kate Higgins
3. I LOST MY HEART AT THE BALL *Demo*
4. I LOST MY HEART AT THE BALL
Performed by Jennifer Paz
5. THE MOUSE SONG *Demo*
6. THE MOUSE SONG
Performed by Jeff Gunn and Rob Paulsen
7. SING A LITTLE, DREAM A LITTLE *Demo*
8. SING A LITTLE, DREAM A LITTLE
Performed by Juliana Hansen
9. DANCING ON A CLOUD *Demo*
10. DANCING ON A CLOUD
Performed by Kate Higgins and Jeff Gunn
11. THE DRESS THAT MY MOTHER WORE
Demo
12. THE DRESS THAT MY MOTHER WORE
Performed by Juliana Hansen
13. THE FACE THAT I SEE IN THE NIGHT
Demo
14. THE FACE THAT I SEE IN THE NIGHT
Performed by Jeff Gunn and Jennifer Paz

BONUS TRACKS

15. CINDERELLA: PROLOGUE
Performed by Chorus
16. CAT AND MICE/THE KING'S PLANS
17. ENTANGLEMENTS/
DRESS BUILDING
18. THE PALACE AT EVENING/
A DRESS FOR THE BALL
19. ROYAL FANFARE AND RECEPTION
AT THE PALACE
20. SO THIS IS LOVE: WALTZ
21. MIDNIGHT CHASE
22. A PERFECT FIT
23. CINDERELLA: FINALE
Performed by Chorus

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Soundtrack Credits

Disc One

Audio Restoration Producer: Randy Thornton
Audio Restoration: John Polito
Additional Restoration and Mastering: Jeff Sheridan

Tracks 1 and 6: Includes Score Composed by
Oliver Wallace / Paul J. Smith
Tracks 2, 3 and 9: Includes Score Composed by Oliver Wallace
Tracks 4, 5, 7, 8 and 10: Includes Score Composed by Paul J.Smith
Musical Direction and Score by Oliver Wallace and Paul J. Smith
All Songs
Words and Music by Mack David, Al Hoffman and Jerry Livingston

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Disc Two

The Lost Chords of Cinderella
Produced by Randy Thornton
Recorded and Mastered by Jeff Sheridan
Arrangements by Jerry Cleveland

All Songs
Words by Larry Morey
Music by Charles Wolcott

Except:
"I'm in the Middle of a Muddle Demo"
and "I'm in the Middle of a Muddle"
Words and Music by Mack David, Al Hoffman and Jerry Livingston

Bonus Tracks
Score Produced by Allen Sides and J.A.C. Redford
Score Mixed by Rik Pekkonen
Score Conducted by J.A.C. Redford
Score Preparation by Michael Harriton,
Mark Gasbarro and John Berkman

"Cinderella: Prologue" and "Cinderella: Finale"
Written by Mack David, Al Hoffman, Jerry Livingston,
Oliver Wallace and Paul J. Smith
"Entanglements/Dress Building," "The Palace at Evening/
A Dress for the Ball" and "Midnight Chase"
Written by Oliver Wallace
"Cat and Mice/The King's Plans"
Written by Oliver Wallace and Paul J. Smith
"Royal Fanfare and Reception at the Palace" and "A Perfect Fit"
Written by Paul J. Smith
"So This Is Love: Waltz"
Written by Mack David, Al Hoffman and Jerry Livingston

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"Cinderella: Prologue" and "Cinderella: Finale" Chorus:
Soprano: Judith Siirila, Susie Stevens Logan,
Linda Harmon and Terri Harrison
Tenor: Paul Gibson Amick Bryam, Rick Logan and Gary Jones
Alto: Luana Jackman, Karen Harper, Lynn Mann
and Christine Anderson
Bass: Bill Edwards, Yoaz Paskowitz, Gene Merlino and Kerry Katz

Creative Direction: Dave Snow and Steve Gerdes
Package Design: Katherine Delaney and Steve Gerdes
Original Paintings and Illustrations: Lorelay Bové

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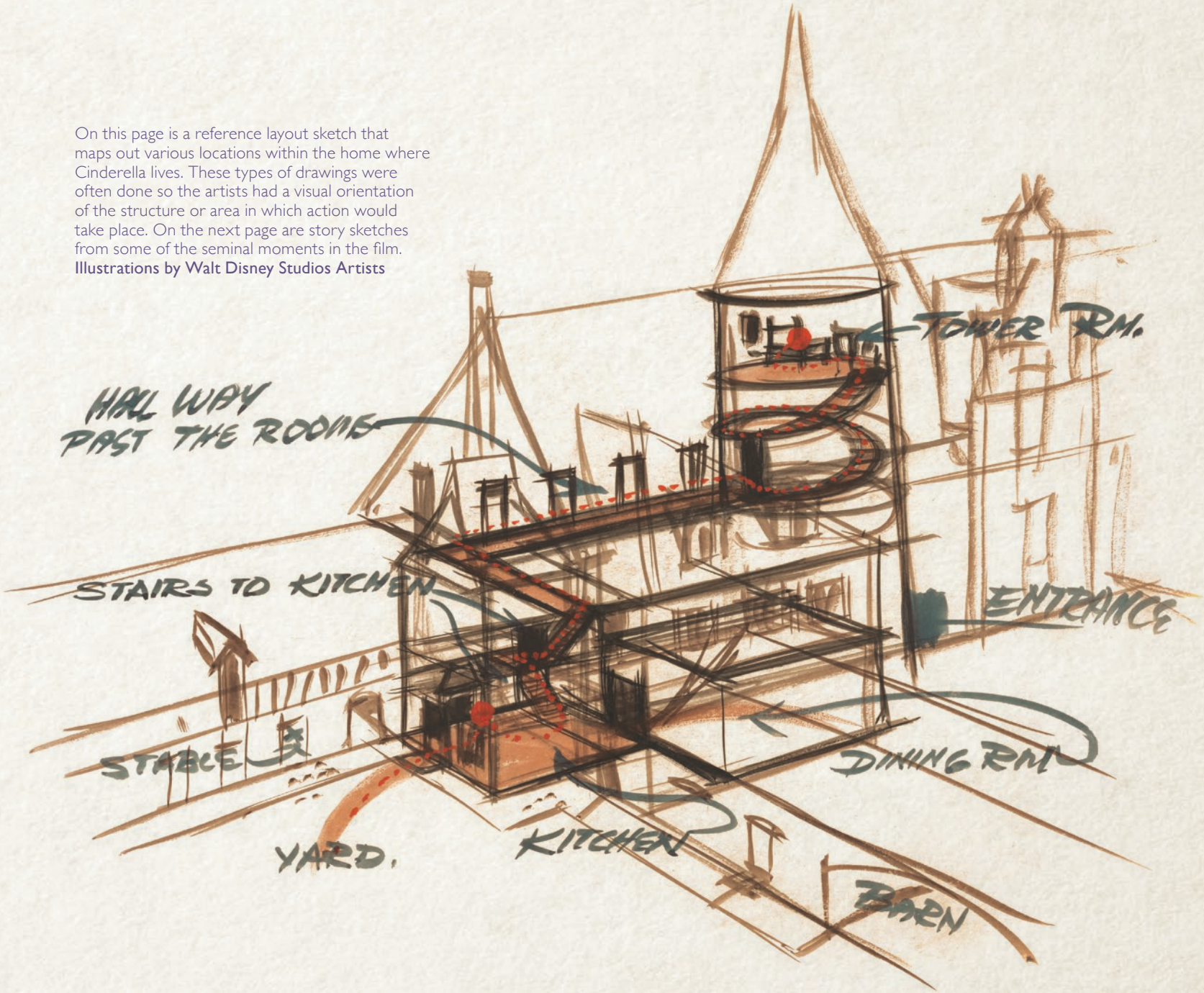
On this page is a reference layout sketch that maps out various locations within the home where Cinderella lives. These types of drawings were often done so the artists had a visual orientation of the structure or area in which action would take place. On the next page are story sketches from some of the seminal moments in the film.
Illustrations by Walt Disney Studios Artists



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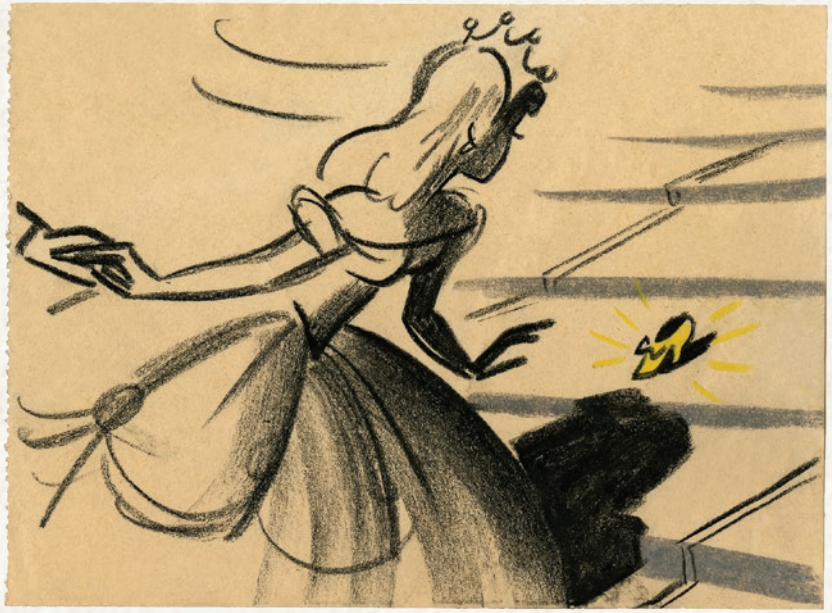

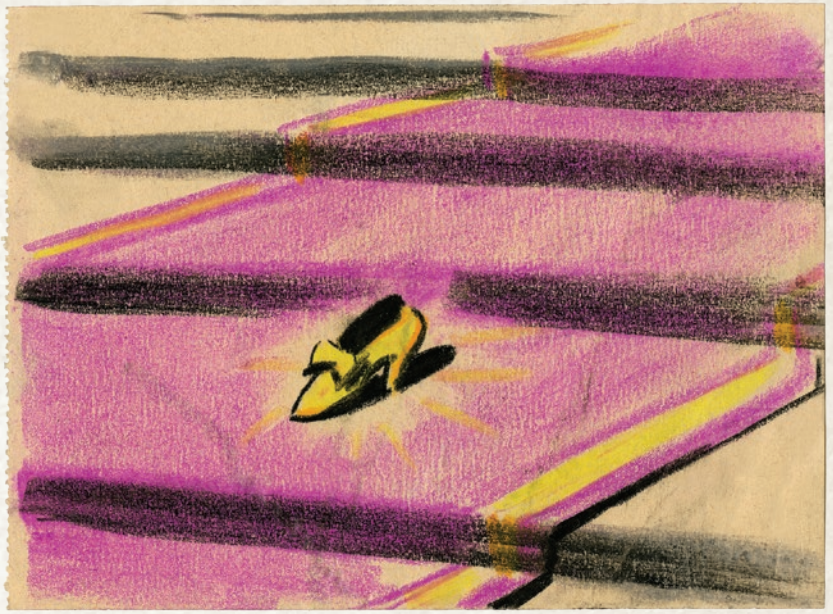

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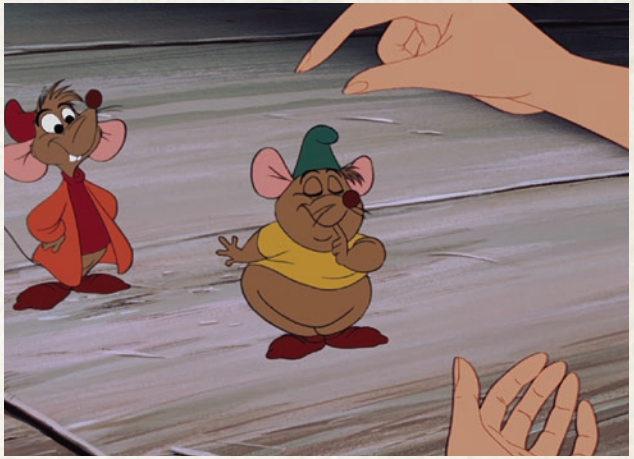

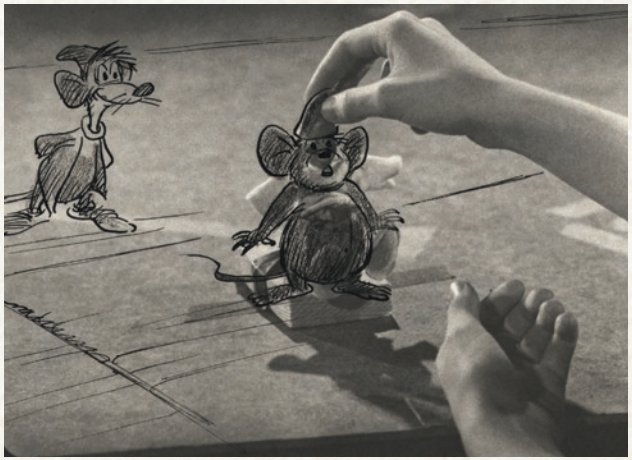

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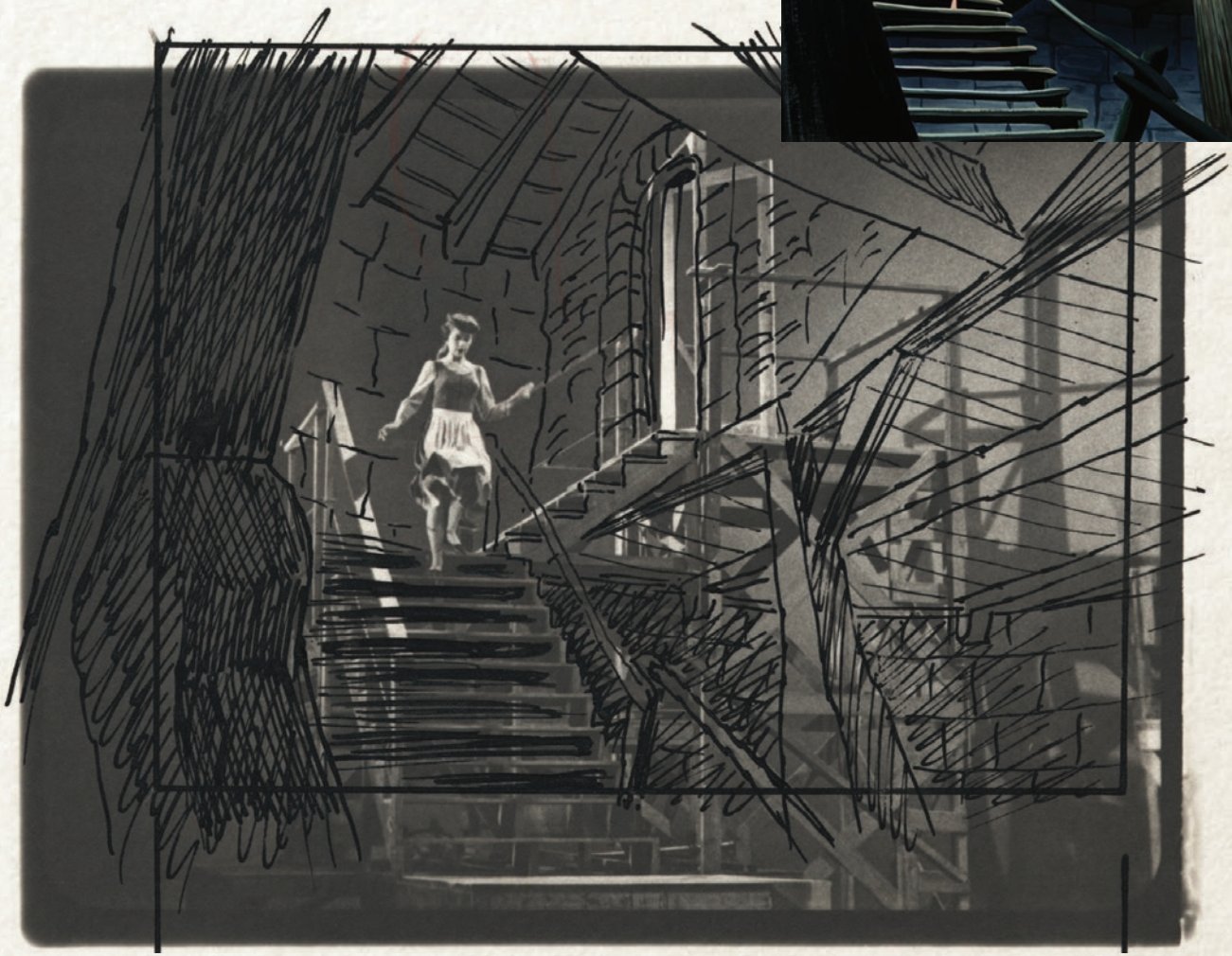
Live action was often shot for Disney animators to use as reference. On the previous page, an actor's hands are filmed placing a cap on a small model that represents Gus. This allowed the animators to be more accurate with the scale and action in the scene. Notice how the live action is used as purely reference making Cinderella's hands look more appealing in the final frames from the film. On this page, live action reference was vital for the animators, especially for difficult angles like this one of Cinderella running down the stairs.



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The visual development images of Mary Blair are featured here. Blair was credited as the color stylist on *Cinderella*, but her design influence is evident throughout the film. Mary Blair worked at the Disney Studios from 1940 through 1953 on the animated films *Fun and Fancy Free*, *Cinderella*, *Alice in Wonderland*, *Peter Pan* as well as *Song of the South* and *So Dear to My Heart*. Her design and color style continues to resonate today as inspiration for contemporary Disney artists in such films as *Pocahontas* and *Frozen*.

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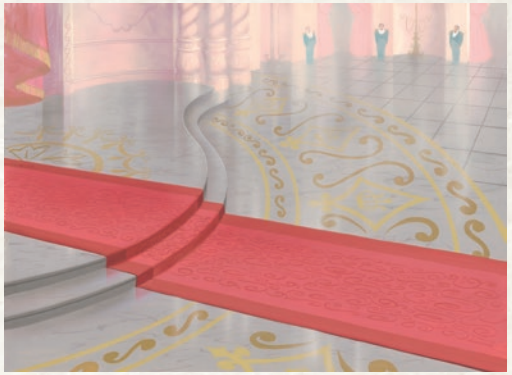

Cinderella represents a stylistic transition from the more European influenced book illustration look indicative of *Snow White and the Seven Dwarfs* and *Pinocchio* to the more graphic design look of animation in the 1950s. Here are several examples of production backgrounds from *Cinderella*. These crisply designed locations use bold colors and contrast to draw the viewer's attention to where the action takes place once the animation is added.
Illustrations by Walt Disney Studios Artists

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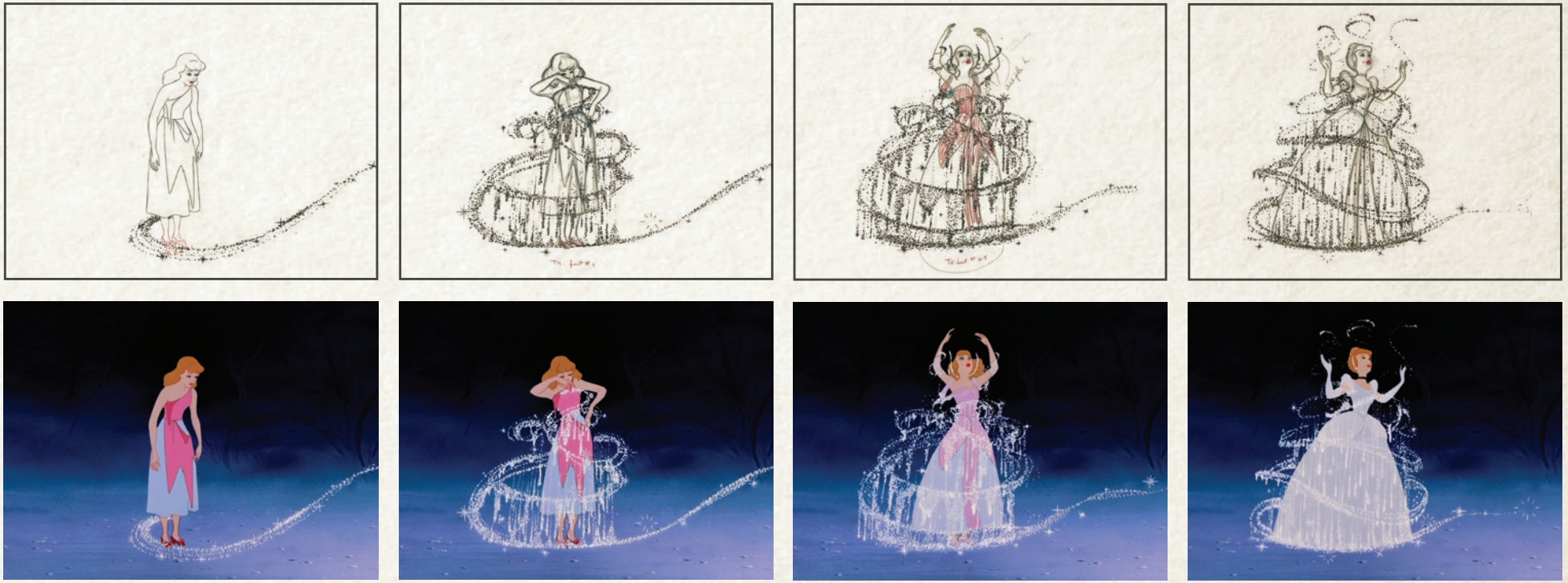

The transformation of Cinderella's tattered homemade dress to the stunning ball gown provided by her Fairy Godmother was said to be one of Walt Disney's favorite scenes. This sequence of images shows key frames of the transformation in pencil animation by Marc Davis and the corresponding final color frames. Note the sophistication of the effects animation by George Rowley; the sparkles, effervescent pops and the "dripping" qualities all of which has come to define the elegant styling of Disney pixie dust magic.

Dave Bossert
Producer/Creative Director
Walt Disney Animation Studios

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